FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Preferred

Series A

<u>(2)</u>

06/12/2017

Stock

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	pe Response		*									[c p 1	· 1	· cp	·	· \ , , , ,	
1. Name and Address of Reporting Person – CLAREMONT CREEK VENTURES L P				2. Issuer Name and Ticker or Trading Symbol SHOTSPOTTER, INC [SSTI]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) DirectorX10% Owner						
(Last) (First) (Middle) 300 FRANK H. OGAWA PLAZA #350,				3. Date of Earliest Transaction (Month/Day/Year) 06/12/2017									ve title below)		Other (specify b	elow)	
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)										oup Filing(C	heck Applicable	Line)	
OAKLAND, CA 94612				Form filed by One Reporting PersonX_ Form filed by More than One Reporting Person													
(City	y)	(State)	(Zip)				Table I - N	Non-De	erivative	Securit	ies Acqu	iired, D	ispose	d of, or Bei	neficially O	wned	
1.Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Yea			2A. Deemed Execution Date, if) any (Month/Day/Year)		(Instr. 8)		(A) or Disp (Instr. 3, 4 a		of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership			
Common Stock		06/12/2017			С		177,01			499,592			I	By Claremont Creek Ventures, L.P. (1)			
Common Stock		06/12/2017			С		192,53	39 A	\$ 0	692,1	31			I	By Claremont Creek Ventures, L.P. (1)		
Common	Stock		06/12/2017				С		5,946	A	\$ 0	16,78	2			I	By Claremont Creek Partners Fund, L.P.
Common	Stock		06/12/2017				С		6,467	A	\$ 0	23,24	9			I	By Claremont Creek Partners Fund, L.P
Reminder:	Report on a	separate line for e	ach class of securities	beneficia	ally	owne	ed directly	or indir	ectly.								
		•					,	Pers	ons wh					n of inform	nation nd unless		C 1474 (9-02)
														ontrol nur			
			Table II -									y Owne	ed				
Security	Conversion	3. Transaction Date (Month/Day/Yea	3A. Deemed Execution Date, if	4. Transac Code	tion	5. N Deri Secu Acq or D of (I	nstr. 3, 4,		Exercisable 7. Title of Unde //Day/Year) Securiti		Title and Amount 8. Underlying D curities Securities			9. Number Derivative Securities Beneficially Owned Following Reported Transaction	Owners Form o y Derivat Securit Direct (or Indir	Ownership (Instr. 4) D) ect	
				Code	v	(A)	(D)	Date Exerci	Exable Da	xpiration ate	Title	or Nu	nount mber Shares		(Instr. 4)		
Series A- 2 Preferred Stock	(2)	06/12/2017		С			247,379	(2	2)	(2)	Comm	11/	7,011	(3)	0	I	By Claremo Creek Ventures L.P. (1)
Series B-	(4)	06/12/2017		С			192,539	<u>(</u> 4	4)	(4)	Comm	non 19	2 539	(3)	0	I	By Claremo Creek

Stock

Common

5,946

<u>(3)</u>

0

<u>(2)</u>

<u>(2)</u>

Ventures,

Claremont

Creek

L.P. (1) By

Preferred Stock								Stock					Partners Fund, L.P.
Series B- 1 Preferred Stock	(4)	06/12/2017	С		6,467	<u>(4)</u>	<u>(4)</u>	Common Stock	6,467	(3)	0	I	By Claremont Creek Partners Fund, L.P.

Reporting Owners

B (1 0 N / 11)	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
CLAREMONT CREEK VENTURES L P 300 FRANK H. OGAWA PLAZA #350 OAKLAND, CA 94612		X					
Claremont Creek Partners fund L P 300 FRANK H. OGAWA PLAZA #350 OAKLAND, CA 94612		X					
Claremont Creek Partners, LLC 300 FRANK H. OGAWA PLAZA #350 OAKLAND, CA 94612		X					
GOLDHABER NATHANIEL C/O CLAREMONT CREEK VENTURES 300 FRANK H. OGAWA PLAZA #350 OAKLAND, CA 94612		X					
Hawks Randall C/O CLAREMONT CREEK VENTURES 300 FRANK H OGAWA PLAZA #350 OAKLAND, CA 94612	Х	X					

Signatures

by /s/ Randall Hawks, Jr., Managing Member of General Partner	06/12/2017
-*Signature of Reporting Person	Date
/s/ Randall Hawks, Jr., Managing Member of General Partner	06/12/2017
-*Signature of Reporting Person	Date
/s/ Randall Hawks, Jr., Managing Member	06/12/2017
**Signature of Reporting Person	Date
/s/ Nathaniel Goldhaber	06/12/2017
**Signature of Reporting Person	Date
/s/ Randall Hawks, Jr.	06/12/2017
Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Claremont Creek Partners, LLC ("CCP") is the general partner of Claremont Creek Ventures, L.P. ("CCV") and Claremont Creek Partners Fund, L.P. ("CCPF"). Nat Goldhaber and Randall Hawks, Jr. are managing members of CCPP. As a result, each may be deemed to share beneficial ownership of the shares held by CCV and CCF. Each managing member disclaims beneficial ownership of these securities except to the extent of his peculiary interest therein, and the inclusion of these securities in this report shall not be deemed an
- admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purpose.

 (2) Each share of Series A-2 Preferred stock automatically converted into 0.715548 shares of Common Stock upon the closing of the Issuer's initial public offering of Common Stock and has no expiration date.
- (3) Inapplicable.
- (4) Each share of Series B-1 Preferred stock automatically converted into 1 share of Common Stock upon the closing of the Issuer's initial public offering of Common Stock and has no expiration date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.